

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

W.R. GRACE & CO., et al.

Debtors.

Chapter 11

Case No. 01-1139 (JKF)

Objection Deadline: December 21, 2005 at 4:00p.m.

Hearing: Schedule if Necessary (Negative Notice)

**COVER SHEET TO EIGHTEENTH MONTHLY INTERIM APPLICATION OF
SWIDLER BERLIN LLP, BANKRUPTCY COUNSEL
TO DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
OCTOBER 1, 2005 THROUGH OCTOBER 31, 2005**

Name of Applicant:	Swidler Berlin LLP ("Swidler")
Authorized to Provide Professional Services to:	David T. Austern, Future Claimants' Representative (the "FCR")
Date of Retention:	Swidler Retention Order entered September 27, 2004
Period for which compensation is sought:	October 1, 2005 through October 31, 2005
Amount of Compensation (100%) sought as actual, reasonable, and necessary:	\$37,770.00
80% of fees to be paid:	\$30,216.00 ¹
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$ 2,719.36
Total Fees @ 80% and 100% Expenses:	\$32,935.36

¹ Pursuant to the Administrative Order entered March 17, 2003, absent timely objections, the Debtor is authorized and directed to pay 80% of fees and 100% expenses.

This is an: _____ interim X monthly _____ final application.

The total time expended for fee application preparation during this time period is 11.30 hours and the corresponding fees are \$2,693.50 and \$194.26 in expenses for Swidler's fee applications and .30 hours and \$163.50 in fees and no in expenses for the FCR and/or is other professional's fee applications. Any additional time spent for this matter will be requested in subsequent monthly interim applications.

This is Swidler's eighteenth interim fee application for the period October 1-31, 2005. Swidler has previously filed the following fee applications in the case this year:

- Seventeenth interim fee application for the period September 1-30, 2005 in the amount of \$11,134.60 (80% of \$13,918.25) in fees and expenses of \$288.43
- Sixteenth interim fee application for the period August 1-31, 2005 in the amount of \$81,593.60 (80% of \$101,992.00) in fees and expenses of \$249.19
- Fifteenth interim fee application for the period July 1-31, 2005 in the amount of \$82,748.00 (80% of \$103,435.00) in fees and expenses of \$9,524.96
- Fourteenth interim fee application for the period June 1-30, 2005 in the amount of \$81,593.60 (80% of \$101,992.00) in fees and expenses of \$249.19
- Thirteenth interim fee application for the period May 1-31, 2005 in the amount of \$53,489.60 (80% of \$66,862.00) in fees and expenses of \$852.77
- Twelfth interim fee application for the period April 1-30, 2005 in the amount of \$21,802.60 (80% of \$27,253.25) in fees, expenses of \$1,560.48
- Eleventh interim fee application for the period March 1-31, 2005 in the amount of \$67,870.00 (80% of \$84,837.50) in fees, expenses of \$4,114.49
- Tenth interim fee application for the period February 1-28, 2005 in the amount of \$92,370.80 (80% of \$115,463.50) in fees, expenses of \$2,097.16
- Ninth interim fee application for the period January 1-31, 2005 in the amount of \$50,702.60 (80% of \$63,378.25) in fees, expenses of \$7,490.31

To date, Swidler has received payments from the Debtors during this year in the following amounts:

- \$157,379.89 representing 80% of fees and expenses for November and December 2004
- \$58,642.05 representing 20% holdback on fees for the time period October through December 2004
- \$58,192.91 representing 80% of fees and 100% expenses for January 2005
- \$94,467.96 representing 80% of fees and 100% expenses for February 2005
- \$58,410.49 representing 80% of fees and 100% expenses for March 2005
- \$23,363.08 representing 80% of fees and 100% expenses for April 2005
- \$54,342.37 representing 80% of fees and 100% expenses for May 2005
- \$81,842.79 representing 80% of fees and 100% expenses for June 2005

COMPENSATION SUMMARY**OCTOBER 2005**

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate (including changes)</u>	<u>Total Billed Hours</u>	<u>Total Compensation</u>
Monique D. Almy	Partner, 9 years in position; 18 years relevant experience; 1987, Bankruptcy	\$460	8.30	\$3,818.00
Roger Frankel	Partner, 22 years in position; 34 years relevant experience; 1971, Bankruptcy	\$645	18.10	\$11,674.50
Richard H. Wyron	Partner, 16 years in position; 26 years relevant experience; 1979, Bankruptcy	\$545	22.10	\$11,227.00 ²
Debra L. Felder	Associate, 3 years in position; 3 years relevant experience; 2002, Bankruptcy	\$255	31.10	\$7,930.50
Rachael M. Barainca	Legal Assistant	\$60	18.20	\$1,092.00
Debra O. Fullem	Senior Legal Assistant	\$195	10.40	\$2,028.00
Total			108.20	\$37,770.00
Blended Rate: \$349.07				

COMPENSATION BY PROJECT CATEGORY**OCTOBER 2005**

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Case Administration	23.70	\$2,494.50
Compensation of Professionals-Swidler	11.30	\$2,693.50
Compensation of Professionals-Other	.30	\$163.50
Due Diligence	.30	\$193.50
Litigation	68.40	\$30,928.50
Retention of Professionals-Other	1.20	\$479.00
Travel Time (Non-Working)	3.00	\$817.50
TOTAL	108.20	\$37,770.00

² This amount reflects a reduction of \$817.50 for the 50% discount rate non-working travel.

EXPENSE SUMMARY

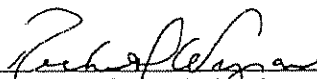
OCTOBER 2005

<u>Expense Category</u>	<u>Total</u>
Photocopying/Printing	\$1,245.85
Postage/Federal Express/Courier Fees	\$502.23
Phone	\$841.17
Travel	\$130.11
TOTAL	\$2,719.36

Respectfully submitted,

SWIDLER BERLIN LLP

Dated: December 1, 2005

By: 

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Richard H. Wyron, admitted *pro hac vice*
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Counsel to David T. Austern,
As Future Claimants' Representative